

EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

MOBITV, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 21-10457 (LSS)

Jointly Administered

Related Docket No. ____

**ORDER AUTHORIZING THE DEBTORS TO
REJECT CERTAIN EXECUTORY CONTRACTS PURSUANT
TO 11 U.S.C. § 365, EFFECTIVE AS OF MAY 31, 2021**

Upon consideration of the fifth omnibus motion (the “Motion”)² of the above-captioned debtors and debtors in possession (the “Debtors”) for entry of an order, pursuant to section 365 of Title 11 of the United States Code (the “Bankruptcy Code”), authorizing the Debtors to reject the contracts (the “Rejected Contracts”) set forth in **Exhibit 1** hereto; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. §§ 1408 and 1409; and adequate notice of the Motion having been given; and it appearing that no other notice need be given; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The Rejected Contracts listed on **Exhibit 1** attached hereto are deemed rejected effective as of May 31, 2021.

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor’s U.S. tax identification number are as follows: MobiTV, Inc. (2422) and MobiTV Service Corporation (8357). The Debtors’ mailing address is 1900 Powell Street, 9th Floor, Emeryville, CA 94608.

² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion.

3. Within three (3) business days after entry of this Order, the Debtors will serve this Order on the Counterparties to each Rejected Contract.

4. The Counterparty for each Rejected Contract must file a claim under section 502 of the Bankruptcy Code or other claims in connection with such Rejected Contract or the rejection, breach or termination of such Rejected Contract by the bar date for rejection damage claims set by the Court, failing which such claim or claims by the Counterparty shall be forever barred.

5. The Debtors reserve all rights to contest any such claim and to contest the characterization of each Rejected Contract, as executory or not.

6. The Debtors do not waive any claims that the Debtors may have against the Counterparty to any Rejected Contract, whether or not such claims are related to such Rejected Contract.

7. Notwithstanding the possible applicability of Rules 6004(g), 7062, or 9014 of the Federal Rules of Bankruptcy Procedure, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

8. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

9. This Court shall retain jurisdiction with respect to all matters arising from or relating to the interpretation, implementation, or enforcement of this Order.

EXHIBIT 1

Rejected Contracts

Counterparty	Debtor Party	Description of Contract
Kaiser Foundation Health Plan, Inc. 393 E. Walnut St. Pasadena, CA 91188-8514 USA	MobiTV, Inc.	Group Agreement dated 1/1/2019
Kaiser Foundation Health Plan, Inc. 393 E. Walnut St. Pasadena, CA 91188-8514 USA	MobiTV, Inc.	Group Agreement dated 1/1/2021
Konstrukt 2480 Kittredge Loop Drive, Num 915 Boulder, CO 80310 USA	MobiTV, Inc.	Consulting Agreement dated 10/16/2018
Konstrukt 2480 Kittredge Loop Drive, Num 915 Boulder, CO 80310 USA	MobiTV, Inc.	Statement of Work for IP VOD Supply Chain dated 10/16/2018
Latin American Television LLC 801 Brickell Ave., Suite 900 Miami, FL 33131 USA	MobiTV, Inc.	Content License Agreement dated 4/14/2015
Liquid Mobile LLC Attn: Mr. Tan H. Nguyen 7300 Lee's Summit Road Kansas, City MO 64136 USA	MobiTV, Inc.	Content License Agreement dated 10/22/2009
Live Angle Pty Limited A.B.N 69 124 811 776 d/b/a Mosheam 61 Marlborough St., Suite 71 Surry Hills NSW 2010, Australia	MobiTV, Inc.	Content License Agreement dated 8/15/2013
Machinima, Inc. 3500 W. Olive Ave., Suite 1200 Burbank, CA 91505 USA	MobiTV, Inc.	Content License Agreement dated 12/5/2016
Mav'rick Entertainment Network, Inc. 44 Inverness Drive, East Building D Englewood, CO 80112 USA	MobiTV, Inc.	Content License Agreement dated 12/1/2006
Maxx Wireless, Inc. 3005 Gough Street San Francisco, CA 94123 USA	MobiTV, Inc.	Content License Agreement dated 9/13/2005
MHz Networks, LLC 8101A Lee Highway Falls, Church VA 22042 USA	MobiTV, Inc.	Content License Agreement – Terminated dated 10/16/2013
Midnite Monkey LLC Attn: Mr. Tan H. Nguyen 7300 Lee's Summit Road Kansas City, MO 64136 USA	MobiTV, Inc.	Content License Agreement dated 10/22/2009
MobiTV India Services Private Limited	MobiTV, Inc.	Services Agreement dated

Counterparty	Debtor Party	Description of Contract
Level 13, Platinum Techno Park Plot No 17/18 Sector 30A Vashi Navi Mumbai 400705, India		3/1/2013
MobiTV Service Corporation 1900 Powell Street, 9th Floor Emeryville, CA 94608 USA	MobiTV, Inc.	Services Agreement dated 10/9/2012
MTV Networks, a division of Viacom International Inc. Attn: Tom Gorke, SVP, Content Distribution & Marketing 1515 Broadway New York, NY 10036-5797 USA	MobiTV, Inc.	Amended and Restated Wireless Content Aggregation, Distribution and Marketing Agreement dated 2/10/2012
MVS Multivision Digital, S. de R.L. de C.V. Blvd. Puerto Aereo 486 Moctezuma DF 15530, Mexico	MobiTV, Inc.	Content License Agreement – Termination dated 4/3/2015
MyKaZoo TV LLC 4024 Hayvenhurst Drive Encino, CA 91436 USA	MobiTV, Inc.	Content License Agreement dated 5/10/2012
Navia Benefit Solutions 600 Naches SW Renton, WA 98057 USA	MobiTV, Inc.	Administrative Services Agreement dated 1/1/2019
Navia Benefit Solutions PO Box 53250 Bellevue, WA 98015 USA	MobiTV, Inc.	Transportation Fringe Benefits Plan dated 1/1/2019
Navia Benefit Solutions PO Box 53250 Bellevue, WA 98015 USA	MobiTV, Inc.	Flexible Benefit Plan dated 1/1/2019
NGHT, LLC 1145 Seventeenth Street Washington, DC 20036-4688 USA	MobiTV, Inc.	Content License Agreement dated 9/21/2011
NTN24 USA Inc Attn: Julian Giraldo 654 Madison Avenue Suite 2201 New York, NY 10065 USA	MobiTV, Inc.	Content License Agreement dated 2/1/2015
Olymp USAT, Inc. Attn: Ciaran Swords 560 Village Boulevard, Suite 250 West Palm Beach, FL 33409 USA	MobiTV, Inc.	Content License Agreement dated 6/30/2008
Orchard Enterprises NY, Inc	MobiTV, Inc.	Content License Agreement –

Counterparty	Debtor Party	Description of Contract
Attn: VP, CEO 23 East 4th Street, 3rd Floor New York, NY 10003 USA		Terminated dated 7/1/2011
Outside Television, Inc. Attn: Mark A. Burchill, Chief Executive Officer 33 Riverside Ave 4th Floor Westport, CT 06880 USA	MobiTV, Inc.	Content License Agreement dated 7/9/2015
Phunware, Inc fka GoTV Networks, Inc. 14144 Ventura Blvd., Suite 300 Sherman, Oaks CA 91423 USA	MobiTV, Inc.	Content License Agreement dated 11/2/2009
Public Media Distribution, LLC d/b/a PBS Distribution Attn: Sr Director, Digital Distribution 2100 Crystal Drive Arlington, VA 22202 USA	MobiTV, Inc.	Content License Agreement dated 7/15/2010
Rap Entertainment LLC 86 Raymond Ave. Plainfield, NJ 07062 USA	MobiTV, Inc.	Content License Agreement dated 5/16/2011
Red Planet Media, Inc. 8815 Conroy Road, Suite 326 Orlando, FL 32835 USA	MobiTV, Inc.	Content License Agreement dated 3/5/2010
Reliance Majestic Holdings, LLC 421 N. Rodeo Dr., Garden Level Beverly Hills ,CA 90210-4514 USA	MobiTV, Inc.	Term Sheet dated 4/15/2015
Rovi Corporation 2233 North Ontario Street Burbank, CA 91504 USA	MobiTV, Inc.	Patent License Agreement dated 3/30/2017
Scholastic Entertainment, Inc. 557 Broadway New York, NY 10012 USA	MobiTV, Inc.	Content License Agreement dated 2/25/2015
Sequoia Benefits and Insurance Services, LLC 1850 Gateway Drive, Suite 700 San Mateo, CA 94404 USA	MobiTV, Inc.	Client Services Order Form dated 1/1/2019
Silicon Valley Bank 80 East Rio Salado Parkway Mail Sort AZ145 Tempe, AZ 85281 USA	MobiTV, Inc.	Securities Account Control Agreement dated 3/9/2017
Silicon Valley Bank 80 East Rio Salado Parkway	MobiTV, Inc.	Deposit Account Control Agreement (B) dated 3/17/2017

Counterparty	Debtor Party	Description of Contract
Mail Sort AZ145 Tempe, AZ 85281 USA		
Silicon Valley Bank 80 East Rio Salado Parkway Mail Sort AZ145 Tempe, AZ 85281 USA	MobiTV, Inc.	Deposit Account Control Agreement (A) dated 3/17/2017
Silver Chalice Ventures, L.L.C. 328 South Jefferson Street, Suite 350 Chicago, IL 60661 USA	MobiTV, Inc.	Content License Agreement dated 12/12/2012
Sobbit Sharma C-99, 1 st Floor Sushant Lok-III Sector 57 Gurgaon Haryana INDIA	MobiTV, Inc.	Consulting Agreement dated 4/1/2016
Softchoice Corporation 16609 Collections Center Dr. Chicago, IL 60693 USA	MobiTV, Inc.	Services Agreement dated 9/22/2020
Souvik Panda 14/1 Ground Floor, Sree Balaji Nivas Bhau Nagar Pimple Gurav Pune 411061 INDIA		Consultancy Agreement dated 2/8/2021
SPI International, Inc. #55 White Street, Ground Floor New York, NY 10013 USA	MobiTV, Inc.	Content License Agreement dated 8/1/2015
Splash News & Picture Agency, Inc. 1421 Abbott-Kinney Blvd. Venice, CA 90291 USA	MobiTV, Inc.	Content License Agreement dated 3/22/2011
Sprint/United Management Company 6220 Sprint, Parkway Overland Park, KS 66251 USA	MobiTV, Inc.	Wireless Data and Application Agreement dated 3/31/2015
Sreenivas Doosa Flat-S2, 2 nd Floor No. 14, Muvvas Adora 9 th Cross Bangalore KA 560037 INDIA	MobiTV, Inc.	Consultancy Agreement dated 4/23/2018
Stroz Friedberg, LLC 425 Market St., 28th Floor San Francisco, CA 94105 USA	MobiTV, Inc.	Master Services Agreement dated 12/16/2020
Sunwest Trust, Inc. 10600 Menaul Blvd NE PO Box 36371	MobiTV, Inc.	401(K) Adoption Agreement dated 1/1/2018

Counterparty	Debtor Party	Description of Contract
Albuquerque, NM 87176 USA		
TargetCW 9475 Chesapeake Drive San Diego, CA 92123 USA	MobiTV, Inc.	Master Services Agreement dated 12/12/2019
TEG Staffing, Inc. dba Eastridge Infotech 2355 Northside Drive, Suite 310 San Diego, CA 92108 USA	MobiTV, Inc.	Consulting Agreement dated 2/1/2008
TeleFormula S.A. de C.V. No 1273 Colonia del Valle D.F. 03100, Mexico	MobiTV, Inc.	Content License Agreement dated 11/15/2014
TeleRed Imagen S.A. Avenida San Juan 1130/32 Buenos Aires C1147AAWW Argentina	MobiTV, Inc.	Content License Agreement dated 10/27/2014
Terri Stevens 1900 Powell Street Emeryville, CA 94608 USA	MobiTV, Inc.	Amended Offer Letter Terms dated 7/1/2013
The Guardian Life Insurance Company 7 Hanover Square New York, NY 10004 USA	MobiTV, Inc.	Certificate of Insurance dated 1/1/2019
The Southern Kansas Telephone Company, Inc. 112 S. Lee PO Box 800 Clearwater, KS 67026-0800 USA	MobiTV, Inc.	Managed Services Agreement – Terminated dated 3/26/2018
The Swenson Group 207 Boeing Ct Livermore, CA 94551-9258 USA	MobiTV, Inc.	Lease Agreement dated 7/1/2020
The Weather Channel Interactive, Inc Attn: Director Business Development, Mobile & Senior Vice President/ Deputy General Counsel 300 Interstate North Parkway Atlanta, GA 30339 USA	MobiTV, Inc.	Content License Agreement dated 12/10/2010
The Young Turks LLC 8440 Warner Drive Culver City, CA 90232 USA	MobiTV, Inc.	Content License Agreement – Terminated dated 9/5/2014
Thema America, Inc. 5966 South Dixie Hwy, Suite 300 South Miami, FL 33143 USA	MobiTV, Inc.	Network Affiliation Agreement dated 5/4/2015

Counterparty	Debtor Party	Description of Contract
Thinkdiff Sultions – Druvakant Yarlagadda 43 5 25 Rly New Colony Vishakhapatnam Visakhapatnam AP 530016 INDIA	MobiTV, Inc.	Consultancy Agreement dated 10/1/2020
Time Warner Cable Enterprises LLC 13820 Sunrise Valley Herndon, VA 20171 USA	MobiTV, Inc.	Service Agreement dated 1/21/2015
TiVo Solutions, Inc 2160 Gold Street San Jose, CA 95002 USA	MobiTV, Inc.	Patent License Agreement dated 3/30/2017
T-Mobile USA, Inc 12920 SE 38th Street Bellevue, WA 98006 USA	MobiTV, Inc.	Three Party Escrow Service Agreement dated 12/20/2019
T-Mobile USA, Inc. 12920 SE 38th Street Bellevue, WA 98006 USA	MobiTV, Inc.	Professional Services Statement of Work dated 4/21/2020
T-Mobile USA, Inc 12920 SE 38th Street Bellevue, WA 98006 USA	MobiTV, Inc.	Master Agreement dated 11/6/2019
Touchstrom, LLC 355 Lexington, 12th Floor New York, NY 10017 USA	MobiTV, Inc.	Content License Agreement dated 2/25/2014
TPC Broad Holdings, LLC dba Advanced Communications (Blue Stream) 12409 NW 35 Street Coral Springs, FL 33065 USA	MobiTV, Inc.	Master Services Agreement dated 2/5/2020
TPC Broadband Holdings LLC 12409 NW 35th Street Coral Springs, FL 33065 USA	MobiTV, Inc.	Managed Services Agreement – Terminated dated 8/13/2018
Tribune Media Services, Inc. 435 N. Michigan Ave. Chicago, IL 60611 USA	MobiTV, Inc.	Tribune Media Services Licensed Data Agreement Mobile EPG Television Listings Data dated 6/6/2006
Tribune Media Services, Inc. 435 N. Michigan Ave. Chicago, IL 60611 USA	MobiTV, Inc.	Tribune Media Series Licensed Data Agreement, Television Listings Data Agreement dated 9/1/2005

Counterparty	Debtor Party	Description of Contract
Tribune Media Services, Inc. 435 N. Michigan Ave. Chicago, IL 60611 USA	MobiTV, Inc.	Purchase Requisition Form dated 10/18/2011
Tringapps Inc. 551 5 th Ave., Suite 630 New York, NY 10176	MobiTV, Inc.	MSA and Statement of Work 1 dated 8/10/2016
Twentieth Century Fox Film Corporation Attn: Louis Poimiroo and Legal Department 10201 W. Pico Boulevard Building 104 4th Floor Los Angeles, CA 90064 USA	MobiTV, Inc.	Additional Extension - Amendment to Mobile Subscription Video-On-Demand License Agreement dated 1/29/2016
Univision Interactive Media, Inc. 605 Third Avenue, 26th Floor New York, NY 10158 USA	MobiTV, Inc.	Content License Agreement – Terminated dated 3/21/2011
ValueLabs, Inc. 3235 Satellite Blvd. Building 400, Suite 300 Duluth, GA 30096 USA	MobiTV, Inc.	Master Services Agreement dated 10/26/2012
Viacom International Inc. 1515 Broadway New York, NY 10036 USA	MobiTV, Inc.	Amended and Restated Wireless Content Aggregation, Distribution and Marketing Agreement dated 2/10/2012
Warner Music Inc 75 Rockefeller Plaza New York, NY 10019 USA	MobiTV, Inc.	Music Video Pre-Programmed Streaming Agreement – Terminated 11/14/2006
Weather Group Television, LLC Attn: Freddy Flaxman, COO 300 Interstate North, Parkway SE Atlanta, GA 30339 USA	MobiTV, Inc.	Content License Agreement dated 12/16/2016
Young Turks, LLC 8440 Warner Drive Culver City, CA 90232 USA	MobiTV, Inc.	Content License Agreement dated 9/5/2014
Zayo Group LLC 400 Centennial Parkway Suite 200 Louisville, CO 80027	MobiTV, Inc.	Service Order Form 1790245 dated 12/27/2020
Zayo Group LLC 400 Centennial Parkway Suite 200 Louisville, CO 80027	MobiTV, Inc.	Service Order Form 290465
Zayo Group LLC 400 Centennial Parkway Suite 200	MobiTV, Inc.	Service Order Form 515486

Counterparty	Debtor Party	Description of Contract
Louisville, CO 80027		
ZooVision Entertainment, LLC 6450 Valley Industrial Drive Kalamazoo, MI 49009 USA	MobiTV, Inc.	Amended and Restated Content License Agreement dated 8/24/2010